

RECORDATION NO. 26162-I
FILED

FEB 09 '07 -4 00 PM

SURFACE TRANSPORTATION BOARD

ALVORD AND ALVORD
ATTORNEYS AT LAW
1050 SEVENTEENTH STREET, N.W.
SUITE 301
WASHINGTON, D.C.

20036

(202) 393-2266

FAX (202) 393-2156

E-MAIL alvordlaw@aol.com

ELIAS C. ALVORD (1942)
ELLSWORTH C. ALVORD (1964)

OF COUNSEL
URBAN A. LESTER

February 9, 2007

Mr. Vernon A. Williams
Secretary
Surface Transportation Board
Washington, D.C. 20423

Dear Mr. Williams:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301(a) are two (2) copies of a Partial Termination and Release of Security Interest, dated as of February 8, 2007, a secondary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document relates to the Security Agreement previously filed with the Board under Recordation Number 26162.

The name and address of the party to the enclosed document are:

Secured Party/
Assignee:

Bank of America N. A.
600 Peachtree Street N E
Atlanta GA 30308

[Debtor/Assignor:

Infinity Rail, LLC
817 West Peachtree Street, Suite M110
Atlanta, Georgia 30308]

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A description of the railroad equipment covered by the enclosed document is:

49 railcars within the following four series: AGR 143226 - AGR 143321, ATW (formerly AGR) 143200 - ATW (formerly AGR) 143387, ICG 867058 - ICG 867460 and REGX 1136 - REGX 1159, each as more particularly set forth in the equipment schedule attached to the document.

A short summary of the document to appear in the index is:

Partial Termination and Release of Security Interest.

Also enclosed is a check in the amount of \$34.00 payable to the order of the Surface Transportation Board covering the required recordation fee.

Kindly return stamped copies of the enclosed document to the undersigned.

Very truly yours,



Robert W. Alvord

RWA/anm
Enclosures

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Partial Termination and Release of Security Interest

For valued received, Bank of America, N.A. ("Secured Party"), only with respect to the railroad equipment described in Schedule 1 attached hereto (the "Released Rail Cars"), terminates and releases any and all rights and interests of Secured Party with respect to the Released Rail Cars, including without limitation any security interests in the Released Rail Cars pursuant to the Security Agreement dated as of January 30, 2006, between Infinity Rail, LLC, as debtor, and Bank of America, N.A., as secured party, as amended.

A memorandum of Secured Party's rights and interests with respect to the Released Rail Cars under the above-referenced Security Agreement was recorded with the Surface Transportation Board on January 31, 2006, at 12:10 p.m. under Recordation No. 26162. To the extent (but only to the extent) relating to the Released Rail Cars, Secured Party releases and terminates its rights and interests covered by that memorandum.

EXECUTED as of February 8, 2007.

BANK OF AMERICA, N.A.

By: Michael J. Romano

Name: Michael J. Romano

Title: Senior Vice President

State of Georgia, County of Fulton

On February 8, 2007, before me personally appeared Michael J. Romano to me personally known, who being by me duly sworn says that he is Sr. Vice President of Bank of America, N.A., and that, as such officer, being duly authorized to do so, he executed the foregoing instrument on behalf of said bank.

Sherry Sugaworth
Notary Public

My commission expires: 4-28-07

[NOTARIAL SEAL]

Schedule 1

Released Rail Cars

The following items, wherever located, now owned or hereafter acquired or arising, and all proceeds and products thereof, whether derived from voluntary or involuntary disposition or otherwise, and all accessions thereto:

(a) the rail cars described below, by type, reporting marks and road numbers (the "Released Rail Cars");

(b) all rights of Infinity Rail, LLC under and to any and all refurbishment, renovation or other improvement contracts with respect to the Released Rail Cars; and

(c) all general intangibles, chattel paper, insurance proceeds, insurance refund claims, tort claims, documents, and instruments in each case to the extent relating to the Released Rail Cars, together with all income therefrom, increases thereunder and proceeds thereof.

Released Rail Cars:

[listed on the following pages]

Schedule 1 (continued)

Note: The following Released Cars were listed in the Memorandum of Security Agreement recorded with the Surface Transportation Board on January 31, 2006 at 12:10 p.m. under Recordation No. 26162. They were listed as part of "Group B."

Description of Released Cars: open top hoppers

Quantity: eight (8)

Reporting marks and road numbers:

Unit Count	Former Mark	Former Number		Current Mark	Current Number
1				ICG	867058
2				ICG	867200
3				ICG	867283
4				ICG	867321
5				ICG	867347
6				ICG	867368
7				ICG	867432
8				ICG	867460

Schedule 1 (continued)

Note: The following Released Cars were listed in the Memorandum of Security Agreement recorded with the Surface Transportation Board on January 31, 2006 at 12:10 p.m. under Recordation No. 26162. They were listed as part of "Group D."

Description of Released Cars: 70-ton boxcars

Quantity: thirty three (33)

Reporting marks and road numbers:

Unit Count	Former Mark	Former Number		Current Mark	Current Number
1	AGR	143200		ATW	143200
2	AGR	143204		ATW	143204
3	AGR	143207		ATW	143207
4	AGR	143223		ATW	143223
5	AGR	143224		ATW	143224
6	AGR	143225		ATW	143225
7	AGR	143226		AGR	143226
8	AGR	143239		AGR	143239
9	AGR	143245		ATW	143245
10	AGR	143250		ATW	143250
11	AGR	143270		ATW	143270
12	AGR	143278		AGR	143278
13	AGR	143284		ATW	143284
14	AGR	143292		ATW	143292
15	AGR	143294		ATW	143294
16	AGR	143311		ATW	143311
17	AGR	143314		ATW	143314
18	AGR	143319		ATW	143319
19	AGR	143320		ATW	143320
20	AGR	143321		AGR	143321
21	AGR	143326		ATW	143326
22	AGR	143334		ATW	143334
23	AGR	143338		ATW	143338
24	AGR	143344		ATW	143344
25	AGR	143352		ATW	143352
26	AGR	143354		ATW	143354
27	AGR	143358		ATW	143358
28	AGR	143363		ATW	143363
29	AGR	143368		ATW	143368
30	AGR	143370		ATW	143370
31	AGR	143375		ATW	143375
32	AGR	143384		ATW	143384
33	AGR	143387		ATW	143387

Schedule 1 (continued)

Note: The following Released Cars were listed in the Memorandum of Security Agreement recorded with the Surface Transportation Board on January 31, 2006 at 12:10 p.m. under Recordation No. 26162. They were listed as part of "Group G."

Description of Released Cars: MSW containers

Quantity: eight (8)

Reporting marks and road numbers:

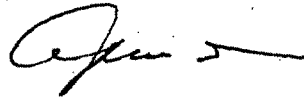
Unit Count	Former Mark	Former Number		Current Mark	Current Number
1				REGX	1136
2				REGX	1139
3				REGX	1140
4				REGX	1144
5				REGX	1145
6				REGX	1146
7				REGX	1155
8				REGX	1159

CERTIFICATION

I, Robert W. Alvord, attorney licensed to practice in the State of New York and the District of Columbia, do hereby certify under penalty of perjury that I have compared the attached copy with the original thereof and have found the copy to be complete and identical in all respects to the original document.

Dated: _____

2/9/07



Robert W. Alvord